

**Position Title:**                    **Member, Board of Directors**

**Function:**

- Provide governance to the organization, represent it to the community, and accept the ultimate legal authority for it.

**Duties:**

**Planning**

- Approve the mission statement and review management's performance in achieving it.
- Annually assess the environment and approve the Organization's strategy in relation to it.
- Annually review and approve the Organization's plans for funding its strategy.
- Review and approve the Organization's strategic financial goals.
- Annually review and approve the Organization's budget.
- Approve major policies.

**Organizations**

- Elect, monitor, appraise, advise, support, reward, and, when necessary, change top management.
- Be assured that management succession is properly being provided.
- Be assured that the status of organizational strength and staff planning is equal to the requirements of the long-range goals.
- Approve appropriate compensation and benefit policies and practices.
- Propose a slate of directors to members and fill vacancies as needed.
- Annually approve the Performance Review of the CEO and establish his/her compensation based on recommendations of the Personnel Committee and Chairman of the Board.
- Determine eligibility for and appoint Board Committees in response to recommendations of the Nominating Committee.
- Annually review the performance of the Board and take steps to improve its performance.

***Operations***

- Review the results achieved by management as compared with the Organization's philosophy, annual and long range goals, and the performance of similar organizations.
- Be certain that the financial structure of the Organization is adequate for its current needs and its long-range strategy.
- Provide candid and constructive criticism, advice, and comments.
- Approve major actions of the Organization, such as capital expenditures and major program and service changes.
- Actively contribute to the financial solvency of the Organization including, but not limited to fundraising, grant development, personal contributions, and/or revenue generation.

## *Audit*

- Be assured that the Board and its committees are adequately and currently informed - through reports and other methods - of the condition of the Organization and its operations.
- Be assured that published reports properly reflect the operating results and financial condition of the Organization.
- Ascertain that management has established appropriate policies to define and identify conflicts of interest throughout the Organization, and is diligently administering and enforcing those policies.
- Appoint independent auditors subject to approval by members.
- Review compliance with relevant material laws affecting the Organization.